

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: W.R. GRACE & CO., <i>et al.</i>, Debtors.	§ § § § § § §	Chapter 11 Jointly Administered Case No. 01-01139 (KJC)
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**FEE AUDITOR'S FINAL REPORT REGARDING THE FINAL
FEES AND EXPENSES OF LAWSON LUNDELL LLP FOR THE
PERIOD OF JULY 1, 2007 THROUGH SEPTEMBER 30, 2007**

This is the final report of Warren H. Smith & Associates, P.C., acting in its capacity as fee auditor in the above-captioned bankruptcy proceedings, regarding the final fees and expenses of Lawson Lundell LLP.

BACKGROUND

1. Lawson Lundell LLP ("Lawson Lundell") was retained as an ordinary course professional ("OCP") to provide legal services to the debtors and debtors-in-Possession in Canada. Lawson Lundell did not file a final fee application in these cases, however, we were asked by debtors' counsel to perform a final review of Lawson & Lundell's fees and expenses. During the course of its work on the case, Lawson Lundell sought and obtained interim approval for fees totaling 93,608.83^{1,2} and expenses totaling \$9,949.27 for its services from July 1, 2007 through September 30, 2007 (the "Final Application Period"). Our recommendations are contingent upon there being no objection by the Court or the United States Trustee to final approval of Lawson

¹Lawson Lundell sought Court approval for these fees and expenses because they exceeded its \$50,000.00 OCP cap by \$58,553.10.

²All amounts in this report are in USD.

Lundell's fees and expenses.

2. In the course of conducting our original audit and reaching the conclusions and recommendations contained in our interim final report, we reviewed in detail the prior interim application listed below in its entirety, including each of the time and expense entries included in the exhibits to that application, for compliance with 11 U.S.C. § 330, Local Rule 2016-2 of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"),³ and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, Issued January 30, 1996 (the "U.S. Trustee Guidelines"), as well as for consistency with precedent established in the United States Bankruptcy Court for the District of Delaware, the United States District Court for the District of Delaware, and the Third Circuit Court of Appeals.

DISCUSSION

Prior Interim Application

3. We note that we previously filed the following final report for Lawson Lundell's prior interim application, which final report we incorporate by reference herein, and we also note the following order that ruled on Lawson Lundell's prior interim fee application:

26th Period: Fee Auditor's Final Report Regarding Fee Application of Lawson Lundell LLP for the Twenty-Sixth Interim Period (Docket #18876), filed on or about June 6, 2008, in which we recommended approval of fees totaling \$93,608.83 and expenses totaling \$9,949.27. These recommendations were adopted in

³We relied upon the version of the Local Rules with the effective date of February 1, 2006 in our review of the interim application.

the Order Approving Quarterly Fee Applications for the Twenty-Seventh Period, dated June 23, 2008 (Docket #18989).

4. We have reviewed the final report and order allowing fees and expenses for the prior interim period, and we do not believe there is any reason to change any of the amounts awarded for the prior interim period.

CONCLUSION

5. Thus, we recommend final approval of \$93,608.83 in fees and \$9,949.27 in expenses for Lawson Lundell's services for the Final Application Period.

Respectfully submitted,

WARREN H. SMITH & ASSOCIATES, P.C.



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FEE AUDITOR

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document has been served by First Class United States mail to the attached service list on this 7th day of August, 2014.

A handwritten signature in blue ink, appearing to read "W-H Smith", is positioned above a horizontal line.

Warren H. Smith

SERVICE LIST

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⁴This is the most recent contact information we have for the applicant.

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